

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

AEREO, INC.,

Debtor.
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Chapter 11

Case No. 14-13200 (SHL)

**ORDER GRANTING JOINT MOTION TO APPROVE
SETTLEMENT AGREEMENT WITH BROADCASTERS**

Upon consideration of the Debtor and the Official Creditors' Committee's Joint Motion To Approve Settlement Agreement With Broadcasters¹ (the "Motion") and it appearing to the Court that: (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. § 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A),(M) and (O) and the Court has the constitutional authority to enter a final order on the Motion; (iii) due and sufficient notice of the Motion and the hearing on the Motion having been given and that no other or further notice is necessary **and**; (iv) ~~any~~ **there being no** objections to the Motion ~~having been withdrawn or overruled~~ **and**; (v) the Court having found that approval of the Motion is in the best interests of the Debtor, its estate and its creditors and that the Motion and Agreement satisfy the standards for approval of settlements set forth in *Motorola, Inc. v. Official Comm. of Unsecured Creditors (In re Iridium Operating LLC)*, 478 F.3d 452, 463 (2d Cir. 2007); and (vi) upon the record herein after due deliberation and sufficient cause appearing therefore;

IT IS THEREFORE ORDERED THAT:

1. The Motion is GRANTED.
2. The Agreement and all of its terms, as set forth in the Agreement attached to the

¹ Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion and Agreement.

Motion as Exhibit B, are approved in all respects.

3. The Debtor and the Official Creditors' Committee are hereby authorized and directed to execute and deliver the Agreement and payments due thereunder and to perform all such actions as are necessary to effectuate the terms of the Agreement.

4. The Court shall retain exclusive jurisdiction over the Parties with respect to any matters related to or arising from the implementation of this Order. Following payment of the Broadcasters' Claims, all parties retain standing to enforce the terms of this Order and the Agreement in the Debtor's Case.

5. Notwithstanding any possible application of Bankruptcy Rules 6004(h), 6006(d), 7062 and 9014 or otherwise, the terms and conditions of this Order shall be effective immediately upon entry and the Debtor and the Official Creditors' Committee are authorized to consummate the Agreement immediately upon entry of this Order.

Dated: New York, NY
May 7, 2015

/s/ Sean H. Lane
THE HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE